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**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

WALSH SECURITIES, INC.,	:	
	:	
Plaintiff,	:	Civil Action No. 97-cv-3496 (DRD)(MAS)
	:	
vs.	:	Hon. Dickinson R. Debevoise, U.S.D.J.
	:	
CRISTO PROPERTY MANAGEMENT,	:	
LTD., a/k/a G.J.L. LIMITED; et al.,	:	
	:	
Defendants.	:	
	:	

**CERTIFICATION OF JEFFREY A. SHOOMAN IN OPPOSITION TO  
DEFENDANTS' MOTION FOR PARTIAL SUMMARY JUDGMENT  
ON PLAINTIFF'S CLAIMS FOR DAMAGES RESULTING  
FROM THE LOSS OF MERGER  
AND  
IN OPPOSITION TO  
DEFENDANTS' MOTION FOR PARTIAL SUMMARY JUDGMENT  
ON PLAINTIFF'S BAD FAITH CLAIMS**

I, Jeffrey A. Shooman, of full age, upon my oath certify as follows:

1. I am a member of the Bar of this Court and an Associate in the law firm of Stone & Magnanini LLP, attorneys for Plaintiff Walsh Securities, Inc. in the above-captioned matter. I submit this Certification in support of Plaintiff's Opposition to Defendants' Motion for Partial Summary Judgment on Plaintiff's Claims for Damages Resulting From the Loss of Merger and in Opposition to Defendants' Motion for Partial Summary Judgment on Plaintiff's Bad Faith Claims.
2. A true and correct copy of title commitment CT-18721 for 1507 Summerfield

Avenue, Asbury Park, New Jersey is annexed hereto as Exhibit 1-A.

3. A true and correct copy of title commitment CT-18721(A) for 1507 Summerfield Avenue, Asbury Park, New Jersey is annexed hereto as Exhibit 1-B.

4. A comparison of 'Schedule As' for CT-18721 and CT-18721(A) is annexed hereto as Exhibit 1-C.

5. A comparison of 'Schedule Bs' for CT-18721 and CT-18721(A) is annexed hereto as Exhibit 1-D.

6. A true and correct copy of the CPL for 1507 Summerfield Avenue, Asbury Park, New Jersey is annexed hereto as Exhibit 1-E.

7. A true and correct copy of the deed from Hill to Cristo is annexed hereto as Exhibit 1-F.

8. A true and correct copy of the WSI mortgage is annexed hereto as Exhibit 1-G.

9. A true and correct copy of the deed from G.J.L. to strawbuyer-Ricigliano is annexed hereto as Exhibit 1-H.

10. A true and correct copy of the joint venture deed is annexed hereto as Exhibit 1-I.

11. A comparison of the Monmouth County Clerk's time stamps for the Joint Venture Deed (Instrument Number 1997038972) and WSI's Mortgage (Instrument Number 199703897) is annexed hereto as Exhibit 1-J.

12. A true and correct copy of Commonwealth's Title Policy is annexed hereto as Exhibit 1-I.

13. A true and correct copy of title commitment CT-17765 for 104 West End Avenue, Neptune, New Jersey is annexed hereto as Exhibit 2-A.

14. A true and correct copy of title commitment CT-17765(A) for 104 West End

Avenue, Neptune, New Jersey is annexed hereto as Exhibit 2-B.

15. A comparison of 'Schedule As' for CT-17765 and CT-17765(A) is annexed hereto as Exhibit 2-C.

16. A comparison of 'Schedule Bs' for CT-17765 and CT-17765(A) is annexed hereto as Exhibit 2-D.

17. A true and correct copy of the invoice from Coastal Title is annexed hereto as Exhibit 2-E.

18. A true and correct copy of the CPL is annexed hereto as Exhibit 2-F.

19. A true and correct copy of the check from Yacker to Coastal Title is annexed hereto as Exhibit 2-G.

20. A true and correct copy of the deed from Citigroup to Cristo is annexed hereto as Exhibit 2-H.

21. A true and correct copy of the deed from Cristo to Leodis is annexed hereto as Exhibit 2-I.

22. A true and correct copy of the WSI mortgage is annexed hereto as Exhibit 2-J.

23. A true and correct copy of the joint venture deed is annexed hereto as Exhibit 2-K.

24. A comparison of the Monmouth County Clerk's time stamps for the Joint Venture Deed and WSI's Mortgage is annexed hereto as Exhibit 2-L.

25. A true and correct copy of Fidelity's Title Policy is annexed hereto as Exhibit 2-M.

26. A true and correct copy of title commitment CT-18718 for 1032-1034 Bangs Avenue, Asbury Park, New Jersey is annexed hereto as Exhibit 3-A.

27. A true and correct copy of title commitment CT-18718(A) for 1032-1034 Bangs Avenue, Asbury Park, New Jersey is annexed hereto as Exhibit 3-B.

28. A comparison of 'Schedule As' for CT-18718 and CT-18718(A) is annexed hereto as Exhibit 3-C.

29. A comparison of 'Schedule Bs' for CT-18718 and CT-18718(A) is annexed hereto as Exhibit 3-D.

30. A true and correct copy of the deed from Smalls to Cristo is annexed hereto as Exhibit 3-E.

31. A true and correct copy of the invoice from Coastal Title is annexed hereto as Exhibit 3-F.

32. A true and correct copy of the CPL is annexed hereto as Exhibit 3-G.

33. A true and correct copy of the deed from Cristo to strawbuyer-Juergensen is annexed hereto as Exhibit 3-H.

34. A true and correct copy of the WSI mortgage is annexed hereto as Exhibit 3-I.

35. A true and correct copy of the joint venture deed is annexed hereto as Exhibit 3-J.

36. A true and correct copy of the check from Yacker to Coastal Title is annexed hereto as Exhibit 3-K.

37. A comparison of the Monmouth County Clerk's time stamps for the Joint Venture Deed and WSI's Mortgage is annexed hereto as Exhibit 3-L.

38. A true and correct copy of Fidelity's Title Policy is annexed hereto as Exhibit 3-M.

39. A true and correct copy of the Commonwealth-Coastal Title agency agreement is annexed hereto as Exhibit 4.



40. A true and correct copy of the Fidelity and Nations agency agreement with Coastal Title is annexed hereto as Exhibit 5.

41. A true and correct copy of Fidelity's investigation notes is annexed hereto as Exhibit 6.

42. A true and correct copy of the press release announcing the merger between Resource Bancshares Mortgage Group, Inc. and Walsh Securities Inc. dated April 21, 1997 is annexed hereto as Exhibit 7.

43. A true and correct copy of the Transcript of Decision of Hon. Sidney Stein (S.D.N.Y.) in the litigation captioned Cityscape Corp. v. Walsh Securities, No. 98 Civ. 223 (SHS) dated June 8, 2000, is annexed hereto as Exhibit 8.

44. A true and correct copy of excerpted portions of the deposition of Nancy Koch is annexed hereto as Exhibit 9.

45. A true and correct copy of excerpted portions of the deposition of William Kane is annexed hereto as Exhibit 10.

I hereby certify that the above facts are true to the best of my knowledge. I understand that I am subject to punishment if any of the above facts are willfully false.

Dated: December 22, 2011

By:

Jeffrey A. Shooman

